

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case No.
	:	
AMR CORPORATION, <i>et al.</i> ,	:	11-15463 (SHL)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**ORDER APPROVING MOTION FOR APPROVAL OF “FEE LETTER” TO PAY
CERTAIN WORK FEES AND EXPENSES OF PROFESSIONALS EMPLOYED
BY THE AD HOC GROUP OF AMR CORPORATION CREDITORS**

Upon the Motion, dated August 29, 2012 (the “**Motion**”),¹ of AMR Corporation and its related debtors, as debtors and debtors in possession (collectively, the “**Debtors**”), pursuant to sections 105 and 363 of title 11, United States Code (the “**Bankruptcy Code**”), for approval of Fee Letter to pay certain work fees and expenses of professionals employed by the Ad Hoc Group of AMR Corporation Creditors (the “**Group**”), all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the relief requested is supported by the Official Committee of General Unsecured Creditors, (the “**UCC**”); and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

in the Motion (the “**Hearing**”); and upon the record of the Hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, and all parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due consideration and deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted and American is authorized to act in accordance with the Fee Letter and pay the Group’s Professionals for their Work Fees subject to the terms and conditions of the Fee Letter attached to the Motion as **Exhibit “A;”** and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
September 21, 2012

/s/ Sean H. Lane
United States Bankruptcy Judge